

SUTHERLAND, ASBILL & BRENNAN

3100 FIRST ATLANTA TOWER

ATLANTA, GEORGIA 30383

(404) 658-8700

1666 K STREET, N.W.

WASHINGTON, D.C. 20006

CABLE: SUTAB ATLANTA
TELECOPIER: (404) 658-8914
TELEX: 54-2672

RECORDATION NO. 10813 Filed & Recorded OCT 27 1986

JAMES K. HASSON, JR.
DIRECT DIAL: (404) 658-8805

October 22, 1986

INTERSTATE COMMERCE COMMISSION

6-300A031

Secretary
Interstate Commerce Commission
Washington, D.C. 20423

OCT 27 1986

10.00

Dear Madam:

ICC Washington, DC

Enclosed are an original and three counterparts of the document described below, to be recorded pursuant to 49 U.S.C. § 11303 (1982).

This document is a release dated October 21, 1986, of the remainder of the collateral subject to a security agreement and assignment. The primary document to which this release is connected is recorded under Recordation No. 10813. An earlier release of collateral is recorded under Recordation No. 10813-A.

The names and addresses of the parties to the document are as follows:

Debtor: Benjamin J. Tarbutton, Jr.
P.O. Box 269
Sandersville, Georgia 31082

Creditor: The Citizens and Southern National Bank
35 Broad Street
Atlanta, Georgia 30303

A description of the railroad rolling stock covered by the enclosed document is as follows:

Seventy-six (76) XM Boxcars, PS Lot 1043-B, bearing reporting marks SAN 10000, 10002, 10003, 10004, 10008, 10009, 10010, 10011, 10012, 10013, 10015, 10016, 10018, 10020, 10021, 10022, 10023, 10024, 10026, 10027, 10028, 10030, 10031, 10033, 10034, 10036, 10037, 10038, 10040, 10041, 10042, 10043, 10046, 10047, 10048, 10049, 10050, 10051, 10054, 10055, 10056, 10057, 10058, 10059, 10061, 10062, 10063, 10064, 10065, 10066, 10067, 10069, 10070, 10071, 10072, 10074, 10075, 10076, 10077, 10078, 10079, 10080, 10081, 10082, 10083, 10084, 10086, 10087, 10088, 10089, 10090, 10092, 10093, 10094, 10096, 10099.

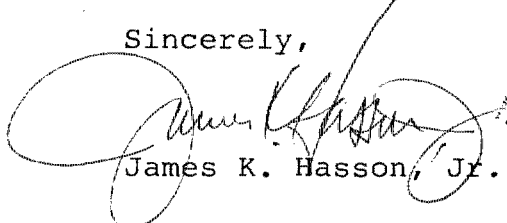
A fee of \$10.00 is enclosed. Please return the original and one counterpart, both stamped, to:

James K. Hasson, Jr.
Sutherland, Asbill & Brennan
3100 First Atlanta Tower
Atlanta, Georgia 30383

A short summary of the document to appear in the index follows, as required by 49 C.F.R. § 1177.4(a) (1985):

This document is a release by The Citizens and Southern National Bank of its security interest in seventy-six (76) XM Boxcars, PS Lot 1043-B, bearing reporting marks SAN 10000, 10002, 10003, 10004, 10008, 10009, 10010, 10011, 10012, 10013, 10015, 10016, 10018, 10020, 10021, 10022, 10023, 10024, 10026, 10027, 10028, 10030, 10031, 10033, 10034, 10036, 10037, 10038, 10040, 10041, 10042, 10043, 10046, 10047, 10048, 10049, 10050, 10051, 10054, 10055, 10056, 10057, 10058, 10059, 10061, 10062, 10063, 10064, 10065, 10066, 10067, 10069, 10070, 10071, 10072, 10074, 10075, 10076, 10077, 10078, 10079, 10080, 10081, 10082, 10083, 10084, 10086, 10087, 10088, 10089, 10090, 10092, 10093, 10094, 10096, 10099. The boxcars released are the remainder of the collateral covered by an Agreement and Assignment between Pullman Incorporated (Pullman Standard Division), Assignor, and The Citizens and Southern National Bank, Assignee, dated September 14, 1979, Recordation No. 10813. An earlier release of part of the collateral is recorded at Recordation No. 10813-A.

Sincerely,



James K. Hasson, Jr.

JKH:mfk
Enclosures

Interstate Commerce Commission
Washington, D.C. 20423

OFFICE OF THE SECRETARY

10/28/86

James K. Hasson, Jr.
Sutherland, Asbill & Brennan
3100 First Atlanta Tower
Atlanta, Georgia 30383

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 10/27/86 at 11:25am , and assigned re-recording number(s). 10813-B Released

Sincerely yours,

Noreta R. McGee
Secretary

Enclosure(s)

SE-30
(7/79)

RECORDATION NO. 10813-B
OCT 27 1986
Filed & Recorded
11:25 AM
STATE COMMERCE COMMISSION

THIS RELEASE OF SECURITY INTEREST, dated as of
October 21, 1986 between BENJAMIN J. TARBUTTON, JR., a
resident of Sandersville, Georgia, hereinafter called the
"Debtor," and THE CITIZENS AND SOUTHERN NATIONAL BANK, having
a usual place of business in Atlanta, Georgia, hereinafter
called the "Creditor;"

WITNESSETH:

WHEREAS, Debtor and Pullman Incorporated
(hereinafter called the "Manufacturer"), entered into a
Conditional Sale Agreement dated as of September 14, 1979
(hereinafter called the "Conditional Sale Agreement") for the
sale by Manufacturer to Debtor of One Hundred (100) XM
Boxcars, PS Lot 1043-B, bearing reporting marks SAN 10000 to
10099, both inclusive, all hereinafter referred to as the
"boxcars";

WHEREAS, Manufacturer entered into an Agreement and
Assignment (hereinafter called the Assignment") with the
Creditor to sell, assign, and transfer all its right, title,
and interest in the Conditional Sale Agreement to Creditor,
dated September 14, 1979; and

WHEREAS, on March 26, 1986, Creditor released all
right, title, and interest of Creditor in and to twenty-four
(24) XM Boxcars, PS Lot 1043-B, bearing reporting marks SAN
10001, 10005, 10006, 10007, 10014, 10017, 10019, 10025, 10029,
10032, 10035, 10039, 10044, 10045, 10052, 10053, 10060, 10068,
10073, 10085, 10091, 10095, 10097, 10098, as covered by the
Conditional Sale Agreement and Assignment, Recordation Number

10813, filed on September 14, 1979, with the Interstate Commerce Commission, Washington, D.C., together with all its powers, privileges, and remedies in respect to said twenty-four (24) boxcars, Release Recordation Number 10813-A, filed on March 27, 1986, with the Interstate Commerce Commission, Washington, D.C.

NOW, THEREFORE, this Release witnesseth that in consideration of Debtor's reductions of debt owed to Creditor, the receipt of which is hereby acknowledged:

1. Creditor hereby releases all right, title, and interest of Creditor in and to seventy-six (76) XM Boxcars, PS Lot 1043-B, bearing reporting marks SAN 10000, 10002, 10003, 10004, 10008, 10009, 10010, 10011, 10012, 10013, 10015, 10016, 10018, 10020, 10021, 10022, 10023, 10024, 10026, 10027, 10028, 10030, 10031, 10033, 10034, 10036, 10037, 10038, 10040, 10041, 10042, 10043, 10046, 10047, 10048, 10049, 10050, 10051, 10054, 10055, 10056, 10057, 10058, 10059, 10061, 10062, 10063, 10064, 10065, 10066, 10067, 10069, 10070, 10071, 10072, 10074, 10075, 10076, 10077, 10078, 10079, 10080, 10081, 10082, 10083, 10084, 10086, 10087, 10088, 10089, 10090, 10092, 10093, 10094, 10096, 10099, as covered by the Conditional Sale Agreement and Assignment, Recordation Number 10813, filed on September 14, 1979, with the Interstate Commerce Commission, Washington, D.C., together with all its powers, privileges, and remedies in respect to said seventy-six (76) boxcars. In furtherance of the foregoing Release, Creditor hereby authorizes and empowers Debtor, in Debtor's own name or the name of Debtor's

nominee, to take any action with respect to the boxcars for the sole benefit of Debtor.

2. This release will not in any way affect or modify Manufacturer's obligations to Debtor in accordance with the Conditional Sale Agreement.

3. Name and address of Debtor:

Benjamin J. Tarbutton, Jr.
P.O. Box 269
Sandersville, Georgia 31082

Name and address of Creditor:

The Citizens and Southern National Bank
35 Broad Street
Atlanta, Georgia 30303

4. The terms of this Release and all rights and obligations hereunder shall be governed by the laws of the State of Georgia.

5. This Release may be simultaneously executed in any number of counterparts, each of which so executed shall be deemed to be an original and such counterparts, together, shall constitute but one and the same instrument. Creditor agrees to deliver to Debtor one of such counterparts, or a certified copy thereof, in addition to the number required for recording or filing.

IN WITNESS WHEREOF, Creditor has caused this instrument to be executed in the name of Creditor by its officers, thereunto duly authorized, and its corporate seal to

THE CITIZENS AND SOUTHERN NATIONAL BANK

ATTEST:

-4-

ACKNOWLEDGEMENT OF EXECUTION OF RELEASE
THE CITIZENS AND SOUTHERN NATIONAL BANK

STATE OF GEORGIA

COUNTY OF FULTON

On this 21st day of October, 1986, before me personally appeared John F. Ingram, Jr., to me personally known, who being by me duly sworn, says that he is the Senior Vice President of THE CITIZENS AND SOUTHERN NATIONAL BANK, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

[SEAL]

Shirley J. Keenan
Notary Public

My Commission Expires:

Notary Public, Georgia, State at Large
My Commission Expires Sept. 29, 1990